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*Attorneys for Debtors and Reorganized Debtors*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric Company  
☒ Affects both Debtors

*\* All papers shall be filed in the Lead Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**DECLARATION OF ROBB MCWILLIAMS  
IN SUPPORT OF REORGANIZED  
DEBTORS' THIRTY-FIRST SECURITIES  
CLAIMS OMNIBUS OBJECTION  
(INSUFFICIENT SUBSTANTIVE  
ALLEGATIONS AND SECURITIES ADR NO  
LIABILITY CLAIMS )**

Date: February 27, 2024

Time: 10:00 a.m. (Pacific Time)

Place: (Tele/Videoconference Appearances  
Only)

United States Bankruptcy Court  
Courtroom 17, 16th Floor  
San Francisco, CA 94102

1 I, Robb McWilliams, pursuant to section 1746 of title 28 of the United States Code, hereby  
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,  
3 information and belief:

4 1. I am a Partner and Managing Director at the firm of AlixPartners, LLP  
5 (“**AlixPartners**”), which is an affiliate of both AlixPartners, LLC and AP Services, LLC, (“**APS**”).  
6 APS was previously retained to provide interim management services to PG&E Corporation and  
7 Pacific Gas and Electric Company, as debtors and reorganized debtors (collectively, “**PG&E**,” the  
8 “**Debtors**,” and as reorganized pursuant to the Plan, the “**Reorganized Debtors**”) in the above-  
9 captioned chapter 11 cases (the “**Chapter 11 Cases**”). I submit this Declaration in support of the  
10 *Reorganized Debtors’ Thirty-First Securities Claims Omnibus Objection (Insufficient Substantive*  
11 *Allegations And Securities No ADR Liability Claims)* (the “**Omnibus Objection**”), filed  
12 contemporaneously herewith.<sup>1</sup>

13 2. In my current position, I am responsible for overseeing the bankruptcy case  
14 management component of AlixPartners’ assignment to assist the Reorganized Debtors with  
15 various matters related to these Chapter 11 Cases. My areas of responsibility include (a) the effort  
16 by AlixPartners, in coordination with the Reorganized Debtors, to review and assess the validity  
17 of all claims asserted against the Debtors, other than Fire Claims and Subrogation Wildfire Claims,  
18 and (b) providing support with respect to Securities Claims. I am generally familiar with the  
19 Reorganized Debtors’ day-to-day operations, financing arrangements, business affairs, and books  
20 and records. Except as otherwise indicated herein, all facts set forth in this Declaration are based  
21 upon my personal knowledge, the knowledge of other AlixPartners professionals working under  
22 and alongside me on this matter, my discussions with the Reorganized Debtors’ personnel and the  
23 Reorganized Debtors’ various advisors and counsel, and my review of relevant documents and  
24 information. If called upon to testify, I would testify competently to the facts set forth in this  
25 Declaration. I am authorized to submit this Declaration on behalf of the Reorganized Debtors.

26 <sup>1</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms  
27 in the Omnibus Objection.  
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1           3.       The AlixPartners team under my supervision has been actively and intimately  
2 involved in the claims review and reconciliation process. AlixPartners initially assisted the Debtors  
3 in the preparation of their bankruptcy schedules based on the Debtors' books and records.  
4 AlixPartners is now supporting, and will continue to support, the efforts of the Reorganized  
5 Debtors and their counsel to resolve disputed claims, including by formal objections as necessary.

6           4.       As part of the claims review and reconciliation process, the AlixPartners team,  
7 working with the Reorganized Debtors' personnel and other professionals, has identified a number  
8 of filed proofs of claim for which Claimants have not complied with the Securities ADR  
9 Procedures Order by failing to respond to offers made pursuant to the Securities ADR Procedures  
10 Order – even after a significant number of reminders and outreach by the Reorganized Debtors  
11 and their advisors. In addition, the AlixPartners team, working with the Reorganized Debtors'  
12 personnel and other professionals, identified a number of filed proofs of claim for which Claimants  
13 fail to allege a cause of action against PG&E or allege or adopt facts supporting securities claims  
14 against PG&E – even after receiving notice of the claims amendment deadline set forth in the  
15 Amendment and Objection Procedures Order

16           5.       The Omnibus Objection is directed to the Claims identified in **Exhibit 1** attached  
17 thereto, in the column headed "Claims to Be Disallowed and Expunged." **Exhibit 1** to the Omnibus  
18 Objection was prepared by the AlixPartners team under my overall supervision, and I am familiar  
19 with the document, its contents, and the process under which it was prepared.

20           6.       The Reorganized Debtors sent each of the Claimants listed in **Exhibit 1** a settlement  
21 offer pursuant to the Securities ADR Procedures Order, and specifically to the Securities  
22 Procedures at Section II.A. The settlement offer provided each Claimant with detailed instructions  
23 on how to respond to the settlement offer, including through the Securities Claims Settlement  
24 Portal, by email, or by mail. The settlement offer notified each Claimant that the Securities ADR  
25 Procedures Order requires the Claimant to accept, reject, or make a counteroffer by the Settlement  
26 Response Deadline. After the settlement offers were issued, if a Claimant set forth a valid  
27 telephone number in their proof of claim, AlixPartners attempted at least one reminder call to each  
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1 such Claimant to notify them of their pending settlement offer. If the Claimant failed to answer or  
2 respond to AlixPartners' call and the Claimant's voicemail was properly configured to receive  
3 voicemail messages, AlixPartners left the Claimant a reminder voicemail. One Claimant provided  
4 a number on the Claimant's proof of claim that was not valid or was no longer valid at the time  
5 AlixPartners placed reminder calls to these Claimants. However, AlixPartners sent this Claimant  
6 the email and hard copy offer pendency reminders described herein and in the Omnibus Objection.

7 7. If a Claimant listed a valid email address on their Proof of Claim, AlixPartners also  
8 sent such Claimant an offer reminder (the "Offer Notice Reminder") by email. All Claimants also  
9 received four additional, follow-up emails notifying the Claimants of the pendency of their  
10 settlement offers.

11 8. In addition, on or about September 22, 2023, AlixPartners sent a hardcopy mailing  
12 to each Claimant to inform them of their outstanding settlement offer. These reminder  
13 communications provided each Claimant with detailed instructions on how to respond to the  
14 settlement offer, including through the Securities Claims Settlement Portal, by email, or by mail.  
15 These reminder communications also notified each Claimant that the Securities ADR Procedures  
16 Order requires the Claimant to accept, or reject the offer, or make a counteroffer by the Settlement  
17 Response Deadline.

18 9. In accordance with the Securities ADR Procedures Order, the response to the  
19 settlement offer must be received by the Reorganized Debtors by the Settlement Response  
20 Deadline. The Reorganized Debtors did not receive an acceptance, rejection, or counteroffer by  
21 the Settlement Response Deadline, nor have they received any acceptance, rejection, or  
22 counteroffer up until the date of the filing of this Objection, with respect to any of the Claims  
23 identified on **Exhibit 1**.

24 10. On July 28, 2023, the Reorganized Debtors served notice of the Amendment and  
25 Objection Procedures Order on all Securities Claimants, as described in the August 17, 2023  
26 *Certificate of Service of Victor Wong Regarding Order Authorizing Amendment And Objection*  
27 *Procedures For Securities Claims* [Dkt. No. 13960] and the October 9, 2023 *Certificate of Service*  
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1 *of Alain B. Francoeur Regarding Order Authorizing Amendment And Objection Procedures For*  
2 *Securities Claims* [Dkt. No. 13973].

3       11. In accordance with the Amendment and Objection Procedures Order, Claimants  
4 had until October 6, 2023 to amend their proofs of claim to allege facts supporting their purported  
5 securities claims against PG&E, and until October 13, 2023 to adopt allegations from a complaint  
6 already filed with another claimant's proof of claim. In the event that a claimant failed to amend  
7 their proof of claim or adopt the allegations of a complaint, their claims would be subject to a  
8 sufficiency objection under a standard akin to Federal Rule of Civil Procedure 12(b)(6). None of  
9 the Claims identified on **Exhibit 1** contain allegations or facts to support purported securities  
10 claims against PG&E.

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1 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true  
2 and correct to the best of my knowledge, information, and belief.

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4 Executed December 13, 2023 in Dallas, Texas.

5  
6 /s/ Robb McWilliams

7 Robb McWilliams  
8 Partner and Managing Director  
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